

May 5, 2016

**BY ELECTRONIC FILING**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street S.W.  
Washington, D.C. 20554

Re: *Supplement to Joint Application for Consent to Transfer Control of WideOpen West Finance, LLC and its Subsidiaries to Crestview, L.L.C.*  
*WC Docket No. 16-12, ITC-T/C-20160111-00005, ITC-T/C-20160111-00006*

Dear Ms. Dortch:

WideOpen West Finance, LLC (“WOW”) and Crestview, L.L.C. (“Crestview”), through their undersigned counsel, hereby supplement the above-referenced Application to transfer control of WOW and its subsidiaries to Crestview to reflect a minor change in the structure of the transaction.

As explained in the Application, WOW and its subsidiaries are currently indirectly controlled by Avista Capital Managing Member, LLC (“Avista”). The transaction initially planned for Avista to relinquish its right to elect a majority of the board of directors of Racecar Holdings, LLC (“Racecar Holdings”), WOW’s indirect parent company, subject to certain conditions. Specifically, subject to the satisfaction of such conditions, Avista and Crestview each would elect four out of nine board members, with Racecar Holdings’ Chief Executive Officer serving as the ninth director. Crestview also would be provided with negative consent rights with respect to the hiring, firing or entering into employment agreements with senior management of Racecar Holdings. Since the conditions relating to the election of the board were not satisfied, Avista will continue to have the right to appoint a majority of the board members of Racecar Holdings. However, Crestview will still be provided with the negative consent rights regarding the senior management of Racecar Holdings.

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If you have any questions regarding this supplement, please contact the undersigned.

Very truly yours,

/s/ Howard M. Liberman

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